



COMFORT INTECH LIMITED

Annual Report 2017-2018

BOARD OF DIRECTORS

Mr. Anil Agrawal	:	Managing Director
Mr. Bharat Shiroya	:	Whole-Time Director
Mrs. Annu Agrawal	:	Non-Executive & Non-Independent Director
Mr. Jugal Thacker	:	Non-Executive & Independent Director
Mr. Anilkumar Nevatia	:	Non-Executive & Independent Director
Mr. Devendra Lal Thakur	:	Non-Executive & Independent Director

CIN: L70100DD1994PLC001678

Corporate Office

A-301, Hetal Arch,
Opp. Natraj Market, S.V.Road,
Malad (West), Mumbai 400064.
Tel: 91-22-28449765/66
Fax: 91-22-28892527
Email: info@comfortintech.com
Website: www.comfortintech.com

Statutory Auditors

A.R. Sodha & CO.
Chartered Accountants,
101, "Ashiana", 11th Road, IP.S. III,
Opp. B.M.C. Hospital. Santacruz (East),
Mumbai-400055.
Tel.: 26102465, 26116901,26101228
Email: ars@arsco.in

Internal Auditors

Siddhant Shah & Co.
Chartered Accountants,
B-713, Mangal Aarambh
Commercial Complex,
Near Kora Kendra, Off S.V. Road,
Borivali (West), Mumbai- 400092
Tel: 022-28982963
Mob: 7045664963
Email ID: siddhantshah601@gmail.com

Registrars and Share Transfer Agents

M/s. Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri (East), Mumbai - 400059
Tel: 022-62638200 Fax: 022-62638299
Website : www.bigshareonline.com
Email ID: investor@bigshareonline.com

Bankers

Union Bank of India
IDBI Bank

Company Secretary:

Swapnil Dafle

Chief Financial Officer:

Pravin Naik

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TWENTY- FOURTH ANNUAL GENERAL MEETING	
Day & Date	Saturday, September 1, 2018
Time	4.30 P.M
Venue	Hotel Cidade De Daman, Devka Beach, Nani Daman - 396210 (U.T of Daman and Diu)

NOTICE

NOTICE is hereby given that the **TWENTY-FOURTH ANNUAL GENERAL MEETING** of **COMFORT INTECH LIMITED** will be held at Hotel Cidade De Daman, Devka Beach, Nani Daman - 396210 (U.T of Daman and Diu) on Saturday, 1st September 2018 at 4:30 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheets as at 31st March, 2018 and the Statements of Profit and Loss for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.
2. To declare a dividend of ₹ 0.03 per equity share of ₹1/- each (3%) for the financial year ended 31st March, 2018.
3. To appoint a Director in place of Mrs. Annu Agrawal (DIN: 00014487), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT, pursuant to the provisions of Sections 196 and 197, Schedule V and other applicable provisions of the Companies Act, 2013, and based on the recommendation and approval of Nomination & Remuneration Committee, approval of the Members be and is hereby accorded to the revision in remuneration payable to Mr. Anil Agrawal, (DIN: 00014413), Managing Director of the Company as given below:

(a) Salary: ₹ 4,00,000/- per month.

(b) Other Benefits as per the policy of the Company.

"RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which may exercise its powers, including the powers conferred by this resolution) be and is hereby authorized to vary, alter the scope of the remuneration as it may deem fit in the interest of the Company."

"RESOLVED FURTHER THAT in the event of absence of or inadequacy of profit in any Financial Year during the tenure of the Chairman & Managing Director, the remuneration shall be governed as provided under Section 197 read with Schedule V of the Companies Act, 2013 and any excess payment in this regard will be recovered by the company.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do and perform or cause to be done and performed, all such acts and deeds necessary to give effect to the foregoing resolution, including inter alia approving on behalf of the Company, any changes or modifications in the aforesaid Agreement from time to time.

5. **TO CONSOLIDATE FACE VALUE OF EQUITY SHARES OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 61(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification, amendment or re-enactment thereof for the time being in force), read with Article 48 of the Articles of Association of the Company, and subject to the

approval(s), consent(s), permission(s) and sanction(s) as may be necessary or, required from any authority and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred as "the Board" which term shall be deemed to include any Committee thereof or any such officer of the Company as the Board may deem fit), consent of the members of the Company be and is hereby accorded to consolidate 10 (Ten) equity shares of the Company having face value of ₹ 1/- (Rupees One only) each fully paid-up into 1 (One) equity share of face value of ₹ 10/- (Rupees Ten only) each fully paid-up and consequently, the Authorized Equity Share Capital of the Company of 40,00,00,000 Equity Shares of ₹ 1/- (Rupees One only) each shall be consolidated to 4,00,00,000 Equity Shares of ₹ 10/- (Rupees Ten only) each amounting to ₹ 40,00,00,000/- (Rupees Forty Crores only) with effect from the "Record Date" to be determined by the Board for this purpose;

"RESOLVED FURTHER THAT upon consolidation of the Equity Shares of the Company as aforesaid, every 10 (Ten) Equity shares of the face value of ₹ 1/- (Rupee One only) each fully paid-up held by a shareholder as on the Record Date shall stand consolidated and redesignated into 1 (one) Equity share of the face value of ₹ 10/- (Rupees Ten only) each fully paid-up with effect from the Record date.

"RESOLVED FURTHER THAT on consolidation, 1 (One) Equity Share of the face value of ₹ 10/- (Rupees Ten Only) each fully paid-up be issued in lieu of 10 (Ten) Equity Share of ₹ 1/- (Rupees One Only) each fully paid-up, subject to the terms of Memorandum and Articles of Association of the Company and such shares shall rank pari-passu in all respects and carry the same rights as the existing fully paid Equity Shares of the Company and shall be entitled to dividend(s) after consolidation of equity shares, if declared/recommended by the Board and subsequently approved by the shareholders;

"RESOLVED FURTHER THAT upon consolidation of the Equity shares of the Company as aforesaid, the existing share certificates in relation to the existing Equity shares of the face value of ₹ 1/- (Rupees One only) each fully paid-up held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and that no letter of allotment shall be issued to the allottees of the new Equity Shares of ₹ 10/- (Rupees Ten only) each fully paid-up on consolidation and the Company may without requiring the surrender of the existing equity share certificates directly issue and dispatch the new share certificates of the Company, in lieu of such existing share certificates and in the case of the Equity shares held in the dematerialized form, the number of consolidated Equity shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants, in lieu of the existing credits representing the Equity shares of the Company before consolidation;

"RESOLVED FURTHER THAT no shareholder shall be entitled to a fraction of a share and all fractional entitlements resulting from the consolidation shall be aggregated into whole shares and the number of shares so arising shall be held by a Trustee appointed by the Board who shall dispose off the said shares in the market at the best available price in one or more lots and the decision of the Trustee in this regard shall be final and binding to all concerned. The Trustee shall hold the net sale proceeds of all such shares after deducting there from all costs, charges and expenses of such sale and shall thereafter distribute such sale proceeds to the members of the Company in proportion to their fractional entitlements;

"RESOLVED FURTHER THAT the Board be and is hereby authorized to fix a Record Date and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, proper and expedient or incidental for the purpose of giving effect to this resolution;

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate any of its power to any committee thereof or to such officer of the Company as the Board may think fit and proper for the purpose of giving effect to this resolution."

6. TO ALTER MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Special Resolution**:

“RESOLVED THAT subject to the approval of the members for consolidation of face value of equity shares as proposed under item no. 5 above and pursuant to the provisions of Section 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification(s), amendment(s) or re-enactment (s) thereof for the time being in force), and subject to consents, approvals, permissions and sanctions, if any, required from any authority, consent of the members of the Company be and is hereby accorded that the existing Clause V of the Memorandum of Association of the Company be and is hereby deleted and substituted thereof by the following Clause No. V as reproduced herewith:

“V. The Authorised Share Capital of the Company is ₹ 40,00,00,000/- (Rupees Forty Crores only) divided into 4,00,00,000 (Four Crores Only) Equity Shares of ₹ 10/- (Rupee Ten Only) each.

Any shares of the original or increased capital may from time to time to issued with such terms conditions, restrictions and guarantee or any rights or preference whether in respect of dividend or of repayment of capital shares or both or any other special privileges advantage over any shares previously issued or about to be issued on which deferred or qualified rights as compared with any shares previously issued or subject to any provisions or conditions and with any special rights or limited rights or without any right of voting, and generally on such terms as the company may from time to time determine.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors (which expression shall include a Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any one of its Directors or any other officers.”

7. To approve / ratification of the Related Party Transactions of the Company

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to provisions of Section 188 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 read with rules made there under (including any statutory modifications (s) or re-enactment thereof, for the time being in force) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in connection with the loan/ finance facility availed / to be availed by Comfort Fincap Limited (“Borrower”) granted by Aditya Birla Finance Limited (Lender) to the extent of ₹ 10 Crores (Rupees Ten Crores only) on the terms and conditions as, mutually agreed between parties, consent/approval /ratification of the members of the Company be and is hereby granted for entering into related party transactions in the nature of pledge/lien on the shares/debentures/bonds/ mutual fund units and other marketable securities (hereinafter referred to as “Securities”) belonging to the Company and/or such other securities which may be acquired by the Company in future, including dematerialized/physical securities and/or deliver blank transfer forms/ pledge instructions duly signed in favour of Lender in respect of the securities on behalf of Borrower.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do, all such acts, matters, deeds and things, settle any queries/ difficulties/doubts arise from it, and execute such addendum contracts/ arrangements/ transactions, documents and writings and make such changes to the terms and conditions of these contracts/arrangements/transactions as may be considered necessary, proper or expedient to give effect to this resolution and for matters connected herewith or incidental there to in the best interest of the Company.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate any of its power to any committee thereof or to such officer of the Company as the Board may think fit and proper for the purpose of giving effect to this resolution.”

8. **TO ALTER THE MAIN OBJECTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules thereof, including any statutory modification(s) or re-enactment thereof, for the time being in force and other approvals as may be necessary, from the competent authorities, consent of the members of the Company be and is hereby accorded that the existing Clause 2 of the Memorandum of Association of the Company be and is hereby deleted and substituted thereof by the following Clause No. 2 as reproduced herewith:

2. To buy, sell, transfer, exchange, invest in, acquire, dispose off, pledge, hypothecate, hold or otherwise deal in any shares, stocks, debentures, debenture stocks, bonds, commercial paper, mutual fund units and such other obligations and securities issued or guaranteed by any company or body corporate constituted or carrying on business in India or elsewhere or any government, state, dominions, sovereign ruler, commissioners, public body or authority or statutory corporation, either supreme or municipal or local or otherwise or any firm whether in India or elsewhere and to guarantee the subscription thereof and exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.

“RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all acts, things and deeds as are necessary to give effect to the said resolution, which shall include but not restricted to filing of forms, documents and resolution with relevant authorities, signing of documents and any other acts which shall be considered necessary by Board to give effect to the said resolution.”

9. **Consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate**

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to:

- (i) give any loan to any person or other body corporate; or
- (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and
- (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate;

as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however to that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of ₹ 200 Crores (Rupees Two Hundred Crores only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

“RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

10. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 185, Section 188 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of members of the Company be and is hereby accorded for entering into following related party transaction(s) in the nature of making of loan(s) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any loan taken/ to be taken by below mentioned entities, being entities under the category of ‘a person in whom any of the director of the company is interested’ as specified in the explanation to Sub-section 2(b) of Section 185 of Companies Act, 2013 as detailed below:

Name of the related party	The nature of transactions as per section 188 of the Companies Act, 2013	Name of Director or key Managerial Personnel who is related, if any	Nature of Relationship	Material terms and particulars of the contract or arrangement	Monetary value	Any other information relevant or important for members to take decision on the proposed resolution
Comfort Fincap Ltd	Related Party Transactions in the nature of making of loan(s) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any loan taken/ to be taken by entities, being entities under the category of ‘a person in whom any of the director of the company is interested’ as specified in the explanation to Sub-section 2(b) of Section 185 of Companies Act, 2013	Mr. Anil Agrawal Mrs. Annu Agrawal Mr. Bharat Shiroya	A Group Company promoted by same promoter as that of your Company i.e. Anil Agrawal HUF	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis.	Rs. 30 Crores	None
Liquors India Ltd		Mr. Anil Agrawal Mr. Bharat Shiroya Mr. Jugal Thacker	Associate Company		Rs. 30 Crores	None
Comfort Securities Ltd		Mr. Anil Agrawal Mr. Bharat Shiroya Mr. Jugal Thacker Mrs. Annu Agrawal	Associate Company		Rs. 20 Crores	None
Flora Fountain Properties Ltd		Mr. Anil Agrawal Mrs. Annu Agrawal	Related Directors		Rs. 20 Crores	None

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalize and agree the terms and conditions of the aforesaid loan/guarantee/security, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

By Order of the Board

Sd/-

Place : Mumbai

Dated : 28.07.2018

**Swapnil Dafle
Company Secretary**

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act) in respect of Item Nos. 4 to 10 is annexed hereto. Information under Regulations 26 (4) and 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and as required under the Secretarial Standard 2 on General Meeting issued by the Institute of Company Secretaries of India, relating to Directors proposed to be appointed / re-appointed is provided in the Annexure to this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER. FORM OF PROXIES IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 (FORTY EIGHT) HOURS BEFORE THE ANNUAL GENERAL MEETING. PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/LETTER OF AUTHORITY, AS MAY BE APPLICABLE.**
3. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended e-voting facility, for its Members to enable them to cast their votes electronically on the proposed resolutions in this notice, in addition to the voting at the Annual General Meeting.

The e-voting commences on Wednesday, August 29, 2018 at 9 AM IST and ends on Friday, August 31, 2018 at 5 PM IST.

During this period the Shareholders holding shares in dematerialized or physical form, as on the cut-off date i.e., Saturday, August 25, 2018 may cast their vote electronically.

Instructions for e-voting:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 - Log-in to NSDL e-Voting website is mentioned below:

- i. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- iii. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

iv. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

v. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - I. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
 - II. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

viii. Now, you will have to click on "Login" button.

ix. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 - Casting of votes on NSDL e-Voting system is given below:

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.